(FORMERLY COALCORP MINING INC.)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

FOR THE THREE AND NINE MONTHS ENDED MARCH 31, 2012

(EXPRESSED IN CANADIAN DOLLARS)

(UNAUDITED)

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The accompanying unaudited interim financial statements of Melior Resources Inc. (formerly Coalcorp Mining Inc.) [the "Company"] are the responsibility of the management and Board of Directors of the Company.

The unaudited interim financial statements have been prepared by management, on behalf of the Board of Directors, in accordance with the accounting policies disclosed in the notes to the unaudited interim financial statements. Where necessary, management has made informed judgments and estimates in accounting for transactions which were not complete at the statement of financial position date. In the opinion of management, the unaudited interim financial statements have been prepared within acceptable limits of materiality and are in accordance with International Accounting Standard 34 Interim Financial Reporting using accounting policies consistent with International Financial Reporting Standards appropriate in the circumstances.

Management has established processes which are in place to provide them sufficient knowledge to support management representations that they have exercised reasonable diligence that (i) the unaudited interim financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the unaudited interim financial statements and (ii) the unaudited interim financial statements fairly present in all material respects the financial condition, financial performance and cash flows of the Company, as of the date of and for the periods presented by the unaudited interim financial statements.

The Board of Directors is responsible for reviewing and approving the unaudited interim financial statements together with other financial information of the Company and for ensuring that management fulfills its financial reporting responsibilities. An Audit Committee assists the Board of Directors in fulfilling this responsibility. The Audit Committee meets with management to review the financial reporting process and the unaudited interim financial statements together with other financial information of the Company. The Audit Committee reports its findings to the Board of Directors for its consideration in approving the unaudited interim financial statements together with other financial information of the Company for issuance to the shareholders.

Management recognizes its responsibility for conducting the Company's affairs in compliance with established financial standards, and applicable laws and regulations, and for maintaining proper standards of conduct for its activities.

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these unaudited interim financial statements in accordance with standards established by the Canadian Institute of Chartered Accountants ("CICA") for a review of interim financial statements by an entity's auditor.

Melior Resources Inc.

(Formerly Coalcorp Mining Inc.)
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Thousands of Canadian Dollars)
(Unaudited)

As at	March 31, 2012	June 30, 2011	July 1, 2010
Assets			
Current Assets			
Cash and cash equivalents	$ **28,005**	$ 30,827	$ 19,218
Accounts receivable (Note 7)	**-**	-	99
Prepaid expenses and deposits	**102**	242	103
Restricted cash (Note 5)	**-**	-	8,384
Investment in Formation Metals Inc. (Note 6)	**-**	1,211	-
Investment in Oracle Mining Corp (Note 7)	**-**	7,589	-
Assets of discontinued operations (Note 9)	**-**	3,937	19,211
	28,107	43,806	47,015
Investment in Formation Metals Inc (Note 6)	**-**	-	7,865
	$ **28,107**	$ 43,806	$ 54,880
Liabilities			
Current Liabilities			
Accounts payable and accrued liabilities	$ **186**	$ 3,245	$ 4,388
Current portion of bonds payable (Note 8)	**-**	8,057	-
Liabilities of discontinued operations (Notes 1 and 9)	**-**	418	4,483
	186	11,720	8,871
Long-term debt (Note 7)	**-**	-	8,530
Liabilities of discontinued operations (Notes 1 and 9)	**-**	-	210
	186	11,720	17,611
Shareholders' Equity			
Share capital (Note 10(a))	**375,885**	375,836	375,836
Contributed surplus	**159,051**	158,633	158,633
Accumulated other comprehensive loss	**-**	(8)	-
Deficit	**(507,015)**	(502,375)	(497,200)
	27,921	32,086	37,269
	$ **28,107**	$ 43,806	$ 54,880

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements

Melior Resources Inc.
(Formerly Coalcorp Mining Inc.)
Condensed Interim Consolidated Statements of Operations and Comprehensive (Loss) Income
(Expressed in Thousands of Canadian Dollars)
(Unaudited)

	Three Months Ended March 31, 2012	Three Months Ended March 31, 2011	Nine Months Ended March 31, 2012	Nine Months Ended March 31, 2011
Administrative Expenses				
Office and administration	**$ 258**	$ 445	**$ 1,064**	$ 1,409
Loss from continuing operations before other income (expenses) and income taxes	**(258)**	(445)	**(1,064)**	(1,409)
Other Income (Expense)				
Interest Income	**61**	270	**142**	926
Share-based compensation (Notes 4(a), 10(c))	**-**	-	**(418)**	-
Interest on bonds payable	**-**	(277)	**(191)**	(853)
Foreign exchange (loss) gain	**(342)**	(564)	**138**	(1,328)
(Loss) Gain on sale of marketable securities	**-**	141	**(2,976)**	272
Gain on disposition of convertible debenture	**-**	2,917	**-**	2,917
Loss on settlement with Goldman Sachs	**-**	(6,144)	**-**	(6,144)
	(281)	(3,657)	**(3,305)**	(4,210)
Loss from continuing operations	**(539)**	(4,102)	**(4,369)**	(5,619)
Income (Loss) from discontinued operations (Note 9)	**(275)**	12	**(271)**	664
Net loss for the period	**$ (814)**	$ (4,090)	**$ (4,640)**	$ (4,955)
Other Comprehensive (Loss) Income				
Re-classification adjustment for net gains and (losses) included in loss for the period	**-**	-	**8**	-
Unrealized gain/(loss) on available-for-sale financial assets	**-**	(3,027)	**-**	3,830
Total comprehensive (loss) income	**$ (814)**	$ (7,117)	**$ (4,632)**	$ (1,125)
Per common share, basic and fully diluted:				
Loss from continuing operations	**$ (0.00)**	$ (0.02)	**$ (0.03)**	$ (0.03)
Loss from discontinued operations	**$ (0.00)**	$ (0.00)	**$ (0.00)**	$ (0.00)
Net loss	**$ (0.00)**	$ (0.02)	**$ (0.03)**	$ (0.03)
Weighted average number of shares outstanding	**173,380,974**	173,007,049	**173,256,333**	173,007,049

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements

Melior Resources Inc.

(Formerly Coalcorp Mining Inc.)
Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Thousands of Canadian Dollars)
(Unaudited)

	Common Shares Number	Common Shares Amount	Contributed Surplus	Accumulated Other Comprehensive Loss	Deficit	Total
Balance, June 30, 2010	173,007,049	$ 375,836	$ 158,633	$ -	$ (497,200)	$ 37,269
Net loss	-	-	-	-	(4,955)	(4,955)
Re-classification adjustment for net gains and (losses) included in loss for the period	-	-	-	-	-	-
Unrealized gain/(loss) on available-for-sale financial assets	-	-	-	3,830	-	3,830
Balance, March 31, 2011	**173,007,049**	**375,836**	**158,633**	**3,830**	**(502,155)**	**36,144**
Balance, June 30, 2011	**173,007,049**	**$ 375,836**	**$ 158,633**	**$ (8)**	**$ (502,375)**	**$ 32,086**
Issued during the period	373,925	49	-	-	-	49
Stock-based compensation	-	-	418	-	-	418
Net loss	-	-	-	-	(4,640)	(4,640)
Re-classification adjustment for net gains and (losses) included in loss for the period	-	-	-	8	-	8
Balance, March 31, 2012	**173,380,974**	**$ 375,885**	**$ 159,051**	**$ -**	**$ (507,015)**	**$ 27,921**

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements

Melior Resources Inc.
(Formerly Coalcorp Mining Inc.)
Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Thousands of Canadian Dollars)
(Unaudited)

Nine Months Ended March 31,	2012	2011
Cash and cash equivalents (used in) provided by:		
Operating Activities		
Net loss from continuing operations	$ (4,369)	$ (5,619)
Non-cash items included in net loss:		
Stock-based compensation	418	-
Shares issued for non-cash consideration	49	-
Foreign exchange (gain) loss	165	(1,043)
Loss(gain) on sale of marketable securities	2,976	(273)
Gain on disposition of convertible debenture	-	(3,003)
Loss on settlement with Goldman Sachs	-	6,312
Convertible debenture interest settled in shares	-	(978)
Changes in non-cash working capital balances:	82	(511)
Cashflows from continuing operations	(679)	(5,115)
Cashflows from discontinued operations	(1,243)	1,659
Cashflows from operating activities	(1,922)	(3,456)
Investing Activities		
Acquisition of marketable securities	-	(7,701)
Proceeds on settlement with Goldman Sachs	-	1,792
Proceeds on disposition of convertible debenture.	-	9,608
Proceeds on sale of marketable securities	6,236	682
Cash flows from continuing operations	6,236	4,381
Cash flows from discontinued operations	-	10,264
Cashflows from investing activities	6,236	14,645
Financing Activities		
Repayment of senior notes	(8,592)	-
Financing cash flows from continuing operations	(8,592)	-
Financing cash flows from discontinued operations	-	-
Cashflows from financing activities	(8,592)	-
Foreign exchange loss on cash held in foreign currency	213	864
Change in cash and cash equivalents during the period	(4,065)	12,053
Cash and cash equivalents, beginning of period	32,070	19,523
Cash and cash equivalents, end of period	$ 28,005	$ 31,576

Cash and cash equivalents are comprised of:	2012	2011
Cash	$ 306	$ 642
Short-term investments	$ 27,699	$ 30,934
	$ 28,005	$ 31,576

The accompanying notes are an integral part of these unaudited condensed interim consolidated financial statements

1. Corporate Information

Melior Resources Inc. (formerly "Coalcorp Mining Inc."), (the “Corporation”), is a Canadian investment company focused on making strategic investments in, and developing, resource based opportunities offering capital appreciation potential.

On September 28, 2011, the Corporation changed its name to Melior Resources Inc. Effective September 29, 2011, the common shares and warrants commenced trading on the TSXV under the symbols MLR and MLR.WT.B, respectively.

The Corporation is incorporated under the laws of the province British Columbia, Canada. The Corporation’s principal place of business is 120 Adelaide Street West, Suite 2500, Toronto, Ontario, Canada.

On March 16, 2012, the Company completed the sale of all of the common stock of its wholly-owned subsidiary, Coalcorp International, AVV, which was the holding company for all of Melior’s off-shore subsidiaries for gross proceeds of $0.001. After cash costs of $76, the Company reported a net loss on disposition of $275.

2. Statement of Compliance

These interim condensed consolidated financial statements have been prepared in accordance with International Financial Reporting Standard 1 First-time adoption of IFRS (“IFRS 1”) and International Accounting Standard 34 Interim Financial Reporting (“IAS 34”) as issued by the International Accounting Standards Board ("IASB"). These statements are condensed and do not include all of the information required for full annual financial statements, and should be read in conjunction with the consolidated financial statements of the Corporation as at and for the year ended June 30, 2011, prepared under Canadian generally accepted accounting principles (“Canadian GAAP”).

These are the Corporation’s third interim condensed consolidated financial statements prepared in accordance with IAS 34. The accounting policies have been selected to be consistent with IFRS as is expected to be effective on June 30, 2012, the Corporation’s first annual IFRS reporting date. Previously, the Corporation prepared its interim and annual consolidated financial statements in accordance with Canadian GAAP.

The adoption of IFRS resulted in changes to the accounting policies as compared with the most recent annual financial statements prepared under Canadian GAAP. The accounting policies set out below were consistently applied to all periods presented unless otherwise noted. They also have been applied in the preparation of an opening IFRS statement of financial position as at July 1, 2010, as required by IFRS 1, First Time Adoption of International Financial Reporting Standards (“IFRS 1”). The impact of the transition from Canadian GAAP to IFRS is explained in note 14.

The standards and interpretations within IFRS are subject to change and accordingly, the accounting policies for the annual period that are relevant to these interim consolidated financial statements will be finalized only when the first annual IFRS financial statements are prepared for the year ending June 30, 2012.

These interim consolidated financial statements for the period ended March 31, 2012 were authorized for issuance by the Board of Directors of the Corporation on May 29, 2012.

3. Significant Accounting Policies

(a) Basis of presentation:

These interim consolidated interim financial statements have been prepared on a historical cost basis, with the exception of financial instruments classified as at fair value through profit or loss or available for sale, which are measured at fair value.

(b) Basis of consolidation:

These consolidated financial statements include the accounts of the Corporation and its subsidiaries, all of which are wholly-owned. All significant intercompany transactions and balances have been eliminated.

3. Significant Accounting Policies (Continued)

(c) Translation of foreign currencies:

The Corporation's functional and presentation currency is the Canadian dollar. Functional currency is also determined for each of the Corporation's subsidiaries, and items included in the financial statements of the subsidiary are measured using that functional currency. The functional currency of all of Corporation's subsidiaries has also been determined to be the Canadian dollar.

Transactions in currencies other than the functional currency are translated into the functional currency using the exchange rates prevailing at the dates of the transaction. Monetary assets and liabilities not denominated in the functional currency are translated at the period end rates of exchange. Foreign exchange gains and losses are recognized in the statement of operations.

(d) Financial Instruments:

The Corporation recognizes financial assets and financial liabilities when the Corporation becomes a party to a contract. Financial assets and financial liabilities, with the exception of financial assets classified as at fair value through profit or loss, are measured at fair value plus transaction costs on initial recognition.

Measurement in subsequent periods depends on the classification of the financial instrument.

i) Financial assets at fair value through profit or loss (FVTPL)

Financial assets are classified as FVTPL when acquired principally for the purpose of trading, if so designated by management (fair value option), or if they are derivative assets that are not part of an effective and designated hedging relationship. Financial assets classified as FVTPL are measured at fair value, with changes recognized in the consolidated statements of operations.

The Corporation's financial assets classified as FVTPL include cash and cash equivalents, restricted cash, marketable securities (comprising of the Corporation's investments in shares of Formation Metals and Oracle Mining Corp.) and the embedded derivative component (conversion feature) of the investment in Formation Metals.

ii) Available for sale financial assets)

Available-for-sale financial assets are non-derivative financial assets that are either designated as such by management or not classified in any of the other categories. Available-for-sale financial assets are measured at fair value with changes recognized in other comprehensive income. Upon sale or impairment, the accumulated fair value adjustments recognized in other comprehensive income are recorded in the consolidated statements of operations.

Available-for-sale financial assets include the investment in Formation Metals and investment in Oracle Mining.

iii) Loans and receivables

Loans and receivables are non-derivative financial assets that have fixed or determinable payments and are not quoted in an active market. Subsequent to initial recognition, loans and receivables are carried at amortized cost using the effective interest method.

The effective interest method is a method of calculating the amortized cost of an instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the instrument to the net carrying amount on initial recognition.

Accounts receivable are classified as loans and receivables.

3. Significant Accounting Policies (Continued)

(d) Financial Instruments: (Continued)

iv) Other financial liabilities

Other financial liabilities are financial liabilities that are not classified as FVTPL. Subsequent to initial recognition, other financial liabilities are measured at amortized cost using the effective interest method.

The Corporation's financial liabilities classified as other financial liabilities include accounts payable and accrued liabilities and long-term debt.

(e) Cash and cash equivalents:

Cash and cash equivalents consist of cash on hand, deposits in banks and highly liquid investments with an original maturity of ninety days or less.

(f) Income taxes:

Income taxes are determined using the assets and liability method. Under this method, deferred tax assets and liabilities are determined based on differences between the financial reporting and tax bases of assets and liabilities and are measured using the substantively enacted tax rates and laws that will be in effect when the differences are expected to reverse. Deferred income tax assets are recognized to the extent that realization is considered probable.

(g) Stock-based compensation:

Stock options granted are settled with shares of the Corporation. The expense is determined based on the fair value of the award granted and recognized over the period when services are received, which is usually the vesting period. For awards with graded vesting, the fair value of each tranche is recognized over its respective vesting period. At the end of each reporting period, the Corporation re-assesses its estimates of the number of awards that are expected to vest and recognizes the impact of the revisions in the statement of operations.

(h) Per share information:

Basic loss per share is computed by dividing the loss for the year available to common shareholders by the weighted average number of shares outstanding during the years. Diluted loss per share is computed similarly to basic loss per share except that the weighted average shares outstanding are increased to include additional shares for the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants were exercised and that the proceeds from such exercises were used to acquire common stock at the average market price during the years. Options and warrants are anti-dilutive and, therefore, have not been taken into account in the per share calculations.

3. Significant Accounting Policies (Continued)

Future Accounting Changes

The following accounting pronouncements have been released but have not yet been adopted by the Corporation.

(a) IFRS 9 Financial Instruments

In November 2009, the IASB issued, and subsequently revised in October 2010, IFRS 9 Financial Instruments (IFRS 9) as a first phase in its ongoing project to replace IAS 39. IFRS 9, which is to be applied retrospectively, is effective for annual periods beginning on or after January 1, 2013, with earlier application permitted. The IASB has proposed to amend this effective date to January 1, 2015.

IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. The standard also adds guidance on the classification and measurement of financial liabilities. Management has not yet determined the potential impact the adoption of IFRS 9 will have on the Corporation's consolidated financial statements.

(b) IFRS 13 Fair Value Measurement

On May 12, 2011, the IASB issued IFRS 13 Fair Value Measurement (IFRS 13). IFRS 13, which is to be applied prospectively, is effective for annual periods beginning on or after January 1, 2013, with earlier application permitted.

IFRS 13 defines fair value, provides a framework for measuring fair value and includes disclosure requirements for fair value measurements. IFRS 13 will be applied in cases when another IFRS requires (or permits) fair value measurement. Management has not yet determined the potential impact that the adoption of IFRS 13 will have on the Corporation's consolidated financial statements.

(c) Other

In June 2011, the IASB issued amendments to IFRS 7 Financial Instruments: Disclosures. The Corporation does not believe the changes resulting from these amendments are relevant to its financial statements.

In May 2011, the IASB issued IFRS 10 Consolidated Financial Statements, IFRS 11 Joint Arrangements and IFRS 12 Disclosure of Interests in Other Entities. The Corporation does not believe the changes resulting from these new standards are relevant to its financial statements.

In June 2011, the IASB issued amendments to IAS 1 Presentation of Financial Statements and IAS 19 Employee Benefits, primarily related to accounting for defined benefit pension plans. The Corporation does not believe the changes resulting from these amendments will have an impact on its financial statements.

4. Critical Accounting Estimates and Judgements

The preparation of these interim consolidated financial statements requires the Corporation to apply judgment when making estimates and assumptions that affect the reported amounts recognized in the financial statements. These estimates have a direct effect on the measurement of transactions and balances recognized in the financial statements. Actual results could differ from estimates.

In addition, the Corporation has made judgments, aside from those that involve estimates, in the process of applying the accounting policies. These judgments can have an effect on the amounts recognized in the financial statements.

(a) Share-based compensation

Management is required to make certain estimates when determining the fair value of stock options awards and the number of awards that are expected to vest. These estimates affect the amount recognized as stock-based compensation in the statement of operations. For the three and nine months ended March 31, 2012 the Company recognized $nil and $418 of stock-based compensation expense, respectively [2010 - $Nil].

(b) Income Taxes

The measurement of income taxes payable and deferred income tax assets and liabilities requires management to make judgments in the interpretation and application of the relevant tax laws. The actual amount of income taxes only become final upon filing and acceptance of the tax return by the relevant authorities, which occurs subsequent to the issuance of the financial statements.

5. CNRI Settlement

On March 3, 2011 the Corporation entered into a Settlement Agreement (the “CNRI Settlement”) with certain affiliates of the Goldman Sachs Group, Inc. (“Goldman Sachs”), including Colombian Natural Resources I SAS (“CNRI”) and Colombian Natural Resources II SAS (together with CNRI, the “CNR Parties”).

In accordance with the terms of an escrow agreement dated March 19, 2010 among Computershare, Melior, and the CNR Parties, Computershare was holding USD 8,000 in escrow in connection with the Transaction and recorded on the statement of financial position as restricted cash. Upon completion of the CNRI Settlement, a payment of USD 6,231 was released by Computershare to the CNR Parties and USD 1,769 was released to Melior. This resulted in a loss of $6,144 (USD 6,231) and was recorded in the statement of operations for the year ended June 30, 2011.

6. Investment in Formation Metals Inc.

On May 6, 2010, the Corporation invested $8,000 in an unsecured convertible debenture in Formation Metals Inc. (“Formation”). The debenture had an initial term of 18 months with an interest rate of 12%, payable in common shares in the capital of Formation (“Formation Shares”). Interest was calculated daily and payable quarterly in Formation Shares, subject to regulatory approval at a price equal to the five-day volume weighted average trading price at the time of issue.

During fiscal 2011, the Corporation redeemed $1,000 of the debenture for 666,666 Formation Shares under the terms of the conversion rights of the underlying agreement. The Corporation also received two interest payments made under the debenture in the form of an aggregate of 429,772 Formation Shares.

(Expressed in Thousands of Canadian Dollars)

6. Investment in Formation Metals Inc. (Continued)

During the year ended June 30, 2011, the Corporation sold an aggregate of 300,800 Formation Shares for net proceeds of $670, resulting in a gain of $286.

On March 14, 2011, the Corporation completed an agreement with Formation for the prepayment of the remaining $7,000 debenture outstanding. Following this agreement, the Corporation surrendered the debenture to Formation upon receipt of $9,333 in cash and 400,000 Formation Shares. This resulted in a gain on disposition of the debenture of $2,917.

On June 30, 2011 Melior held 1,195,638 Formation Shares, with a market value of $1,211. These shares were designated as available-for-sale marketable securities on the Corporation's statement of financial position and are presented at fair market value. The Formation Shares were sold during the current period for net proceeds of $961, resulting in a loss on sale of $607 which has been recorded in the statement of operations.

The following table summarizes the value of each debenture component and the embedded derivative component of this compound financial instrument:

	March 31, 2012	June 30, 2011	July 1, 2010
Debenture component	**$ -**	$ -	$ 7,310
Embedded derivatives component	**-**	-	555
Total Investment in Formation Metals Inc.	**$ -**	$ -	$ 7,865

7. Investment in Oracle Mining Corp.

On November 8, 2010, the Corporation acquired 6,000,000 common shares of Oracle Mining Corp. ("Oracle"), a company listed on the TSXV, by means of a non-brokered private placement at a subscription price of $1.25 per common share for an aggregate cost of $7,846, including transaction costs. During fiscal 2011, the Corporation sold 123,100 shares for a net realized gain of $14, and acquired a further 119,900 shares on the open market.

On June 30, 2011, the Company held 5,996,800 common shares of Oracle, with a market value of $7,589.

During the nine months ended March 31, 2012, the Corporation sold its holdings in Oracle for net proceeds of $5,309, resulting in a loss on disposition of $2,369, which has been recorded on the statement of operations.

8. Long-term Debt

As at March 31, 2012, the carrying values of long-term debt are as follows:

	March 31, 2012	June 30, 2011	July 1, 2010
12% senior secured guaranteed notes, due August 31, 2011	**$ -**	$ 8,057	$ 8,530
Less current portion	**-**	(8,057)	-
	$ -	$ -	$ 8,530

The senior guaranteed notes, including all outstanding interest payable, were repaid on August 31, 2011.

(Expressed in Thousands of Canadian Dollars)

9. Discontinued Operations

The income from the respective discontinued operations is as follows:

Nine Months Ended March 31, 2012	La Francia I	Caypa	Cartagena	Total
Revenue	$ -	$ -	$ -	$ -
Income before income taxes	4	-	-	4
Loss on disposition, net of taxes	(275)	-	-	(275)
Net loss from discontinued operations	(271)	-	-	(271)
Basic and diluted income from discontinued operations per share	$ 0.00	$ 0.00	$ 0.00	$ 0.00

Three Months Ended March 31, 2012	La Francia I	Caypa	Cartagena	Total
Revenue	$ -	$ -	$ -	$ -
Income before income taxes	-	-	-	-
Loss on disposition, net of taxes	(275)	-	-	(275)
Net loss from discontinued operations	(275)	-	-	(275)
Basic and diluted income from discontinued operations per share	$ 0.00	$ 0.00	$ 0.00	$ 0.00

Nine Months Ended March 31, 2011	La Francia I	Caypa	Cartagena	Total
Revenue	$ -	$ -	$ -	$ -
Income before income taxes	664	-	-	664
Net income from discontinued operations	664	-	-	664
Basic and diluted income from discontinued operations per share	$ 0.00	$ 0.00	$ 0.00	$ 0.00

Three Months Ended March 31, 2011	La Francia I	Caypa	Cartagena	Total
Revenue	$ -	$ -	$ -	$ -
Income before income taxes	12	-	-	12
Net income from discontinued operations	12	-	-	12
Basic and diluted income from discontinued operations per share	$ 0.00	$ 0.00	$ 0.00	$ 0.00

(Expressed in Thousands of Canadian Dollars)

9. Discontinued Operations (Continued)

The carrying values of the net assets related to the discontinued operations are as follows:

March 31, 2012	La Francia I	Caypa	Cartagena	Total
Current assets	$ -	$ -	$ -	$ -
Current liabilities	-	-	-	-
Long-term liabilities	-	-	-	-
Net assets (liabilities) of discontinued operations	$ -	$ -	$ -	$ -

June 30, 2011	La Francia I	Caypa	Cartagena	Total
Current assets	$ 3,937	$ -	$ -	$ 3,937
Current liabilities	(418)	-	-	(418)
Long-term liabilities	-	-	-	-
Net assets (liabilities) of discontinued operations	$ 3,519	$ -	$ -	$ 3,519

On March 16, 2012, the Corporation completed the sale of all of the common stock of its wholly owned subsidiary, Coalcorp International, AVV, which was the holding company for all of the Corporation's off-shore subsidiaries. As of the closing date, the purchaser acquired, on an 'as is, where is' basis, all of the issued and outstanding shares of Coalcorp International, AVV for net proceeds of $0.001 ('the Coalcorp AVV Transaction'). The Corporation incurred legal and other professional expenses of $76. As a result of the Coalcorp AVV Transaction, assets of discontinued operations of $3.6 million, liabilities of discontinued operations of $0.4 million and other associated liabilities of $3.0 million were removed from Melior's balance sheet as of the closing date, resulting in a net loss on disposal of $275 during the three month period ended March 31, 2012.

10. Share Capital

(a) Authorized

Unlimited preferred shares without par value
Unlimited common shares without par value

Issued

	Number of Common Shares	Stated value
Balance, July 1, 2010 and June 30, 2011	173,007,049	$ 375,836
Issued during the period	373,925	49
Balance, March 31, 2012	**173,380,974**	**$ 375,885**

During the nine months ended March 31, 2012, 373,925 shares were issued to one of the former Directors of the Company in accordance with a consulting agreement. These shares have been valued and recorded at the market price on the day of their issuance and the corresponding charge has been recorded in office and administration expenses.

(Expressed in Thousands of Canadian Dollars)

(b) Warrants

The following summarizes the warrant activity for the nine months ended March 31, 2012:

	Number of Warrants	Weighted Average Exercise Price
Balance, June 30, 2011	81,752,467	$ 3.93
Expired	(19,878,577)	8.40
Balance, March 31, 2012	**61,873,890**	**$ 2.50**

As of March 31, 2012, the following warrants were outstanding:

Expiry Date	Number of Warrants	Exercise Price (Cdn)
June 5, 2013	61,873,890	$ 2.50

(c) Stock Options

As at March 31, 2012, 12,863,097 common shares remain available for grant under the plan. Under the plan, the exercise price of each option equals the market price of the Corporation's common shares on the date of grant or the price determined by the Board of Directors, not being less than the market price, and an option's maximum term is ten years. Options are granted upon approval by the Board of Directors.

	Number of Stock Options	Weighted Average Exercise Price
Balance, July 1, 2010 and June 30, 2011	600,000	$ 1.13
Granted and issued during the period	3,875,000	0.17
Balance, March 31, 2012	**4,475,000**	**$ 0.30**

The Company used the Black Scholes option pricing model to estimate the fair value of the options granted using the
following assumptions:

Risk-free interest rate	1.85%
Expected stock price annual volatility	100.0%
Expected life	6 years
Estimated forfeiture rate	Nil
Expected dividend yield	0.0%
Fair value cost per option	$0.108

11. Related Party Transactions

During the three and nine months ended March 31, 2012 and 2011 the Corporation did not have any transactions involving related parties.

12. Capital Disclosures

The Corporation's objectives, when managing capital, are to safeguard cash as well as maintain financial liquidity and flexibility in order to preserve its ability to meet financial obligations and deploy capital to grow its business. In the definition of capital, the Corporation includes, as disclosed on its statement of financial position: deficit of $ 507,015 ; capital stock and contributed surplus $ 375,885 and $ 159,051 respectively, and long-term debt, including the current portion, Nil.

The Corporation's financial strategy is designed to maintain a flexible capital structure consistent with the objectives stated above and to respond to business growth opportunities and changes in economic conditions. In order to maintain or adjust its capital structure, the Corporation may purchase shares for cancellation pursuant to normal course issuer bids, issue new shares, repay outstanding debt, issue new debt (secured, unsecured, convertible and/or other types of debt instruments), refinance existing debt with different characteristics, acquire or dispose of assets or adjust the amount of cash and short-term investments balances. The Corporation is currently not subject to externally imposed capital requirements.

13. Financial Instruments

Fair Values

The fair values of cash and cash equivalents, accounts receivable and accounts payable and accrued liabilities, and current portion of long-term debt approximate their carrying values due to the short-term to maturity of these financial instruments.

The investment in Formation Metals Inc. comprised a compound financial instrument. Within this investment, embedded derivatives (the conversion feature) were identified and separated ("embedded derivative component") from the host instrument. The fair value of the embedded derivative component was determined using a financial model, which considers the interdependencies among the various embedded derivatives. The fair value of the debenture component was based on the valuation date, share price of Formation at period end, share volatility, risk free interest rate, and yield.

Assets and liabilities carried at fair value must be classified using a three-level hierarchy that reflects the significance and transparency of the inputs used in making the fair value measurements. The classifications are as follows: the use of quoted market prices for identical assets or liabilities (Level 1), internal models using observable market information as inputs (Level 2) and internal models without observable market information as inputs (Level 3).

The Corporation’s financial instruments measured at fair value include cash and cash equivalents, restricted cash, marketable securities comprising the investment in Formation Metals and the investment in Oracle Mining. These financial assets are reported at Level 1 of the fair value hierarchy. The Corporation has no financial assets and liabilities measured at fair value at Level 2 or Level 3 as at June 30, 2011 or March 31, 2012.

13. Financial Instruments (Continued)

Risk Management

The Corporation's risk exposures and their impact on the Corporation's financial instruments are summarized below:

Credit Risk

Credit risk on financial instruments arises from the potential for counterparties to default on their obligations to the Corporation. Current credit exposure relates to the loss that would be incurred if the Corporation's counterparties were to default on their current obligations. To minimize the Corporation's exposure to credit risk, the Corporation holds all its cash and cash equivalent balances at a major Canadian financial institution with an AA rating from Standard and Poors.

Liquidity Risk

The Corporation's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities as they become due. As at March 31, 2012, the Corporation had cash and cash equivalents of $ 28,005 (June 30, 2011 - $30,827) to settle current liabilities, including relating to discontinued operations, $186 (June 30, 2011 - $11,720). Most of the Corporation's financial liabilities have contractual maturities of less than 90 days and are subject to normal trade terms.

Market Risk

Market risk is the risk of loss that may arise from changes in interest rates, foreign exchange rates and commodity prices.

(a) Interest Rate Risk

Interest on the Corporation's long-term debt and cash and cash equivalents is based on both fixed and variable rates and exposes the Corporation to interest rate risk. The Corporation has not entered into any derivative agreements to mitigate this risk. The impact in the change in interest rates of 1% in either direction at March 31, 2012 would be $ 280 per year on the interest earned on cash and cash equivalents.

(b) Foreign Currency Risk

As at March 31, 2012, a nominal portion of the Corporation's cash and cash equivalents were held in United States dollars, accordingly, the Corporation is not exposed to material foreign exchange risk. Derivative financial instruments are not used to reduce exposure to fluctuations in foreign exchange rates.

14. Transition to IFRS

Overview

The Corporation has adopted IFRS, effective for interim and annual financial statements relating to its fiscal year ended June 30, 2012. These are the Corporation's first interim consolidated financial statements that have been prepared in accordance with IAS 34 using accounting policies consistent with IFRS.

The accounting policies have been selected to be consistent with IFRS as is expected to be effective on June 30, 2012, the Corporation's first annual IFRS reporting date. Previously the Corporation prepared its interim and annual consolidated financial statements in accordance with Canadian GAAP.

First-time adoption of IFRS

The adoption of IFRS requires the application of IFRS 1, which provides guidance for an entity's initial adoption of IFRS. IFRS 1 generally requires retrospective application of IFRS effective at the end of an entity's first annual IFRS reporting period. However, IFRS 1 also provides certain optional exemptions and mandatory exceptions to this retrospective treatment.

The Corporation has elected to apply the following optional exemptions in its preparation of its opening IFRS consolidated statement of financial position as at July 1, 2010, the Corporation's Transition Date.

- To apply IFRS 2 Share-based Payments only to equity instruments that were issued after November 7, 2002 and had not vested by the Transition Date.
- To apply IFRS 3 Business Combinations prospectively from the Transition Date, therefore not restating business combinations that took place prior to the Transition Date.
- To elect to designate certain existing financial instruments as available-for-sale as at the Transition Date.
- To elect apply IAS 21 The Effect of Changes in Foreign Exchange Rates prospectively from the Transition Date, and deem the cumulative translation differences for all foreign operations to be zero at the Transition Date.

IFRS 1 does not permit changes to estimates that have been made previously. Estimates used in the preparation of the Corporation's opening IFRS statement of financial position, and other comparative information restated to comply with IFRS, are consistent with those made previously under current Canadian GAAP.

Changes to Accounting Policies

The adoption of IFRS resulted in changes to the accounting policies as compared with the most recent annual financial statements prepared under Canadian GAAP, and has resulted in changes to the recognition and measurement of transactions and balances within these financial statements. Accounting policies have been changed to be consistent with IFRS as is expected to be effective on June 30, 2012.

The following summarizes the significant changes to the Corporation's accounting policies on adoption of IFRS, and the effect on the Corporation's financial statements.

Share-based Payments

In certain circumstances, IFRS requires a different measurement of share-based compensation than Canadian GAAP. In particular, IFRS requires that each tranche (that vests separately) must be treated as a separate grant and that an estimate of forfeitures be included in the determination of the expense associated with stock option grants.

Due to the nature of the Corporation's stock options, these changes in accounting policy did not have a significant impact on the Corporation's financial statements.

(Expressed in Thousands of Canadian Dollars)

14. Transition to IFRS (Continued)

Changes to Accounting Policies (Continued)

Financial Instruments

IFRS requires that financial instruments, except those classified as at fair value through profit and loss, be recognized net of transaction costs. Under Canadian GAAP, the Corporation's accounting policy was to expense transaction costs related to long-term debt as incurred.

The effect of applying these changes in accounting policies was a decrease in the carrying value of long-term debt and a corresponding decrease in the deficit.

Functional currency

IFRS requires that the functional currency of the Corporation and its subsidiaries be determined separately, and the process of considering factors to determine functional currency is somewhat different than Canadian GAAP.

The Corporation has determined that the functional currency under IFRS of the Corporation and all of its subsidiaries is the Canadian Dollar. Under Canadian GAAP, the functional currency of the Corporation and all of its subsidiaries was the United States Dollar. The Corporation also decided to change its presentation currency to the Canadian Dollar.

The change in the functional currency of the Corporation and all of its subsidiaries was applied retrospectively, and resulted in changes to the translation of these entities into the presentation currency. Transactions in currencies other than the Canadian Dollar are translated into Canadian Dollars using the exchange rates prevailing at the dates of the transaction. Monetary assets and liabilities not denominated in the Canadian Dollars are translated at the period end rates of exchange. Foreign exchange gains and losses are recognized in the statement of operations. Previously under Canadian GAAP, similar translation methods were used, however transactions and balances were translated into United States dollars.

Reconciliation of Canadian GAAP to IFRS

The following provides reconciliations of shareholders' equity and the comprehensive income from Canadian GAAP to IFRS for the respective periods. The adoption of IFRS did not have a material impact on the interim consolidated statement of cash flows.

(thousands of United States dollars)	Note	June 30, 2011	March 31, 2011	July 1, 2010
Shareholders' equity under Canadian GAAP	a)	**$ 32,839**	$ 37,130	$ 35,431
Financial instruments - transaction costs		**$ 19**	$ 47	$ 131
		$ 32,858	$ 37,177	$ 35,562
Translated to Canadian Dollar Functional Currency (thousands of Canadian dollars)				
Shareholders' equity under IFRS	b)	**$ 32,086**	$ 36,144	$ 37,269

14. Transition to IFRS (Continued)

Reconciliation of Canadian GAAP to IFRS (Continued)

(thousands of United States dollars)	Note	Year Ended June 30, 2011	Three Months Ended March 31, 2011	Nine Months Ended March 31, 2011
Comprehensive income (loss) under Canadian GAAP		**$ (2,592)**	$ (6,061)	$ 1,699
Financial instruments - transaction costs	a)	**$ (112)**	$ (28)	$ (84)
		$ (2,704)	$ (6,089)	$ 1,615
Translated to Canadian Dollar Functional Currency (thousands of Canadian dollars)				
Comprehensive income under IFRS	b)	**$ (5,183)**	$ (7,117)	$ (1,125)

(a) The effect of the change in accounting policy to measure long-term debt net of transaction costs.

(b) The result, in thousands of Canadian dollars, of the change in functional currency to Canadian dollars, applied retrospectively.

14. Transition to IFRS (Continued)

Reconciliation of Canadian GAAP to IFRS (Continued)

The following provides a reconciliation of the consolidated statements of financial position and statements of operations from Canadian GAAP to IFRS at the respective dates. The IFRS adjustments are referenced to the explanatory notes directly above.

	June 30, 2010 Canadian GAAP USD (000s)	IFRS Adjustment USD (000s)	USD (000s)	July 1, 2010 Translated to CAD functional and presentation currency IFRS
		(a)		(b)
Assets				
Current assets				
Cash and cash equivalents	$ 18,338	$ -	$ 18,338	**$ 19,218**
Accounts receivable	94	-	94	**99**
Prepaid expenses and deposits	98	-	98	**103**
Restricted cash	8,000	-	8,000	**8,384**
Assets of discontinued operations	18,331	-	18,331	**19,211**
	44,861	-	44,861	**47,015**
Investment in Formation Metals Inc.	7,505	-	7,505	**7,865**
	$ 52,366	$ -	$ 52,366	**$ 54,880**
Liabilities				
Current liabilities				
Accounts payable and accrued liabilities	$ 4,187	$ -	$ 4,187	**$ 4,388**
Liabilities of discontinued operations	4,278	-	4,278	**4,483**
	8,465	-	8,465	**8,871**
Long-term debt	8,270	(131)	8,139	**8,530**
Liabilities of discontinued operations	200	-	200	**210**
	16,935	(131)	16,804	**17,611**
Shareholders' Equity				
Share capital	333,375	-	333,375	**375,836**
Contributed surplus	144,856	-	144,856	**158,633**
Deficit	(442,800)	131	(442,669)	**(497,200)**
	35,431	131	35,562	**37,269**
	$ 52,366	$ -	$ 52,366	**$ 54,880**

14. Transition to IFRS (Continued)

Reconciliation of Canadian GAAP to IFRS (Continued)

The following provides a reconciliation of the consolidated statements of financial position and statements of operations from Canadian GAAP to IFRS at the respective dates. The IFRS adjustments are referenced to the explanatory notes directly above.

	March 31, 2011 Canadian GAAP USD (000s)	IFRS Adjustment USD (000s)	USD (000s)	March 31, 2011 Translated to CAD functional and presentation currency IFRS
		(a)		(b)
Assets				
Current assets				
Cash and cash equivalents	$ 32,479	$ -	$ 32,479	**$ 31,576**
Marketable securities	1,566	-	1,566	**1,522**
Accounts receivable	160	-	160	**156**
Prepaid expenses and deposits	75	-	75	**73**
Assets of discontinued operations	4,736	-	4,736	**4,604**
	39,016	-	39,016	**37,931**
Investment in Formation Metals Inc.	-	-	-	**-**
Investment in Gold Hawk Resources	11,325	-	11,325	**11,010**
	$ 50,341	$ -	$ 50,341	**$ 48,941**
Liabilities				
Current liabilities				
Accounts payable and accrued liabilities	$ 3,471	$ -	$ 3,471	**$ 3,373**
Current portion of bonds payable	8,518	(47)	8,471	**8,236**
Liabilities of discontinued operations	1,022	-	1,022	**994**
	13,011	(47)	12,964	**12,603**
Long-term debt	-	-	-	**-**
Liabilities of discontinued operations	200	-	200	**194**
	13,211	(47)	13,164	**12,797**
Shareholders' Equity				
Share capital	333,375	-	333,375	**375,836**
Contributed surplus	144,856	-	144,856	**158,633**
Accumulated other comprehensive loss	3,716	-	3,716	**3,830**
Deficit	(444,817)	47	(444,770)	**(502,155)**
	37,130	47	37,177	**36,144**
	$ 50,341	$ -	$ 50,341	**$ 48,941**

14. Transition to IFRS (Continued)

Reconciliation of Canadian GAAP to IFRS (Continued)

The following provides a reconciliation of the consolidated statements of financial position and statements of operations from Canadian GAAP to IFRS at the respective dates. The IFRS adjustments are referenced to the explanatory notes directly above.

	June 30, 2011 Canadian GAAP USD (000s)	IFRS Adjustment USD (000s)	USD (000s)	June 30, 2011 Translated to CAD functional and presentation currency IFRS
		(a)		(b)
Assets				
Current assets				
Cash and cash equivalents	$ 31,569	$ -	$ 31,569	**$ 30,827**
Accounts receivable	-	-	-	**-**
Prepaid expenses and deposits	247	-	247	**241**
Investment in Formation Metals Inc.	1,240	-	1,240	**1,211**
INvestment in Oracle Mining Corp.	7,772	-	7,772	**7,589**
Assets of discontinued operations	4,032	-	4,032	**3,937**
	44,860	-	44,860	**43,805**
Investment in Formation Metals Inc.	-	-	-	**-**
	$ 44,860	$ -	$ 44,860	**$ 43,805**
Liabilities				
Current liabilities				
Accounts payable and accrued liabilities	$ 3,323	$ -	$ 3,323	**$ 3,244**
Current portion of bonds payable	8,270	(19)	8,251	**8,057**
Liabilities of discontinued operations	428	-	428	**418**
	12,021	(19)	12,002	**11,719**
Shareholders' Equity				
Share capital	333,375	-	333,375	**375,836**
Contributed surplus	144,856	-	144,856	**158,633**
Accumulated other comprehensive loss	(215)	-	(215)	**(8)**
Deficit	(445,177)	19	(445,158)	**(502,375)**
	32,839	19	32,858	**32,086**
	$ 44,860	$ -	$ 44,860	**$ 43,805**

14. Transition to IFRS (Continued)

Reconciliation of Canadian GAAP to IFRS (Continued)

Year Ended June 30, 2011	**Canadian GAAP USD (000s)**	**IFRS Adjustment USD (000s)**	**USD (000s)**	**Translated to CAD functional and presentation currency IFRS**
		(a)		(b)
Administrative Expenses				
Office and administration	$ 1,566	$ -	$ 1,566	**$ 1,573**
Loss from continuing operations before other income (expenses) and income taxes	(1,566)	-	(1,566)	**(1,573)**
Other Income (Expense)				
Interest income	936	-	936	**950**
Interest on bonds payable	(1,011)	(112)	(1,123)	**(1,125)**
Foreign exchange (loss) gain	1,043	-	1,043	**(1,110)**
Gain on sale of marketable securities	284	-	284	**286**
Gain on disposition of convertible debenture	2,965	-	2,965	**2,917**
Loss on settlement with Goldman Sachs Group	(6,231)	-	(6,231)	**(6,144)**
	(2,014)	(112)	(2,126)	**(4,226)**
Net loss from continuing operations for the year, before taxes	(3,580)	(112)	(3,692)	**(5,799)**
Current income taxes	-	-	-	**-**
Future income taxes	-	-	-	**-**
Loss from continuing operations	(3,580)	(112)	(3,692)	**(5,799)**
Income from discontinued operations	1,203	-	1,203	**624**
Net (loss)	(2,377)	(112)	(2,489)	**(5,175)**
Other comprehensive income	(215)	-	(215)	**(8)**
Comprehensive (loss)	$ (2,592)	$ (112)	$ (2,704)	**$ (5,183)**

14. Transition to IFRS (Continued)

Reconciliation of Canadian GAAP to IFRS (Continued)

Three Months Ended March 31, 2011	**Canadian GAAP USD (000s)**	**IFRS Adjustment USD (000s)**	**USD (000s)**	**Translated to CAD functional and presentation currency IFRS**
		(a)		(b)
Administrative Expenses				
Office and administration	$ 451	$ -	$ 451	**$ 445**
Loss from continuing operations before other income (expenses) and income taxes	(451)	-	(451)	**(445)**
Other Income (Expense)				
Interest income	274	-	274	**270**
Interest on bonds payable	(253)	(28)	(281)	**(277)**
Foreign exchange (loss) gain	473	-	473	**(564)**
Gain on sale of marketable securities	142	-	142	**141**
Gain on disposition of convertible debenture	2,965	-	2,965	**2,917**
Loss on settlement with Goldman Sachs Group	(6,231)	-	(6,231)	**(6,144)**
	(2,630)	(28)	(2,658)	**(3,657)**
Net loss from continuing operations for the year, before taxes	(3,081)	(28)	(3,109)	**(4,102)**
Current income taxes	-	-	-	**-**
Future income taxes	-	-	-	**-**
Loss from continuing operations	(3,081)	(28)	(3,109)	**(4,102)**
Income from discontinued operations	134	-	134	**12**
Net (loss)	(2,947)	(28)	(2,975)	**(4,090)**
Other comprehensive income	(3,114)	-	(3,114)	**(3,027)**
Comprehensive (loss)	$ (6,061)	$ (28)	$ (6,089)	**$ (7,117)**

14. Transition to IFRS (Continued)

Reconciliation of Canadian GAAP to IFRS (Continued)

Nine Months Ended March 31, 2011	Canadian GAAP USD (000s)	IFRS Adjustment USD (000s)	USD (000s)	Translated to CAD functional and presentation currency IFRS
		(a)		(b)
Administrative Expenses				
Office and administration	$ 1,396	$ -	$ 1,396	**$ 1,409**
Loss from continuing operations before other income (expenses) and income taxes	(1,396)	-	(1,396)	**(1,409)**
Other Income (Expense)				
Interest income	911	-	911	**926**
Interest on bonds payable	(758)	(84)	(842)	**(853)**
Foreign exchange (loss) gain	962	-	962	**(1,328)**
Gain on sale of marketable securities	270	-	270	**272**
Gain on disposition of convertible debenture	2,965	-	2,965	**2,917**
Loss on settlement with Goldman Sachs Group	(6,231)	-	(6,231)	**(6,144)**
	(1,881)	(84)	(1,965)	**(4,210)**
Net loss from continuing operations for the year, before taxes	(3,277)	(84)	(3,361)	**(5,619)**
Current income taxes	-	-	-	**-**
Future income taxes	-	-	-	**-**
Loss from continuing operations	(3,277)	(84)	(3,361)	**(5,619)**
Income from discontinued operations	1,260	-	1,260	**664**
Net (loss)	(2,017)	(84)	(2,101)	**(4,955)**
Other comprehensive income	3,716	-	3,716	**3,830**
Comprehensive (loss)	$ 1,699	$ (84)	$ 1,615	**$ (1,125)**